

**QUINN EMANUEL URQUHART
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Counsel For Collective Of Tranche C DIP Lenders

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:
	: Chapter 11
DELPHI CORP., <u>ET AL.</u> ,	: Case No. 05-44481 (RDD)
	: Jointly Administered
Debtors.	:
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**NOTICE OF APPEARANCE AND DEMAND FOR NOTICES AND PAPERS OF QUINN
EMANUEL URQUHART OLIVER & HEDGES, LLP**

PLEASE TAKE NOTICE THAT the undersigned hereby appears as Counsel to the Tranche C Collective, which consists of holders of Tranche C Commitments, as such term is defined in the Credit Agreement,¹ specifically: (i) Aberdeen Loan Funding Ltd.; (ii) Anchorage Capital Master Offshore, Ltd.; (iii) Anchorage Crossover Credit Offshore Master Fund, Ltd.; (iv) Carlson Capital, L.P, on behalf of certain of its portfolio funds; (v) Geer Mountain Financing Ltd.; (vi) Highland Credit Opportunities CDO Ltd.; (vii) Hillmark Funding Ltd.; (viii) Luxor Capital, LLC; (ix) Mariner LDC; (x) Mariner Tricadia Credit Strategies Master Fund Ltd.; (xi) Monarch Alternative Capital LP; (xii) OHP CBNA Funding LLC; (xiii) Pentwater Credit

¹ Amended And Restated Revolving Credit Agreement, Term Loan And Guaranty Agreement among Delphi Corporation, as Borrower, and JPMorgan Chase Bank, N.A., as Administrative Agent, dated May 9, 2008 (the "Credit Agreement"). Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Credit Agreement.

Partners, L.P.; (xiv) RiverSource Investments, LLC, on behalf of certain of its portfolio funds; (xv) Silver Point Capital Fund, L.P.; (xvi) Spectrum Investment Partners, L.P.; (xvii) Stoney Lane Funding Ltd.; (xviii) Tricadia Distressed and Special Situations Master Fund Ltd.; (xix) West Gate Horizon Advisors, on behalf of certain of its portfolio funds; (xx) WhiteHorse I, Ltd.; (xxi) WhiteHorse II, Ltd.; (xxii) WhiteHorse III, Ltd.; and (xxiii) WhiteHorse IV, Ltd. for matters arising in or related to these chapter 11 cases, and, pursuant to Federal Rules of Bankruptcy Procedure 2002, 3017(a), 9007, and 9010, requests that copies of any and all notices, pleadings, motions, orders to show cause, applications, presentments, petitions, memoranda, affidavits, declarations, orders, disclosure statement(s) and plan(s) of reorganization, or other documents, served or required to be served in this case by the Court, the Debtor, and/or any other parties-in-interest, be transmitted to and served upon the following:

Susheel Kirpalani, Esq.
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PLEASE TAKE FURTHER NOTICE THAT this request includes, without limitation, any plans of reorganization and disclosure statements and objections thereto, notices, orders, pleadings, motions, applications, complaints, schedules of assets and liabilities, operating reports, answering or reply papers, memoranda and briefs in supports of any of the foregoing, notices of hearing dates, requests, demands, replies and any other documents brought before this Court with respect to these proceedings, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, courier service, delivery service, telephone, telegraph, telex, or otherwise. In addition, this request includes any document, whether written or oral, and whether transmitted or conveyed by mail, courier service, hand-delivery, telephone, facsimile

transmission, electronically, or otherwise, that affects or seeks to affect in any way the rights or interests of the Debtors or their lenders.

PLEASE TAKE FURTHER NOTICE THAT in accordance with Federal Rule of Bankruptcy Procedure 3017(a), this request also constitutes a request in writing for copies of any disclosure statement or plan filed in these cases.

PLEASE TAKE FURTHER NOTICE THAT neither this Notice of Appearance, nor any prior or later appearance, pleading, claim or suit shall waive any right of the Tranche C Collective to have final orders in non-core matters entered only after de novo review by a United States District Court Judge, (2) to trial by jury in any proceeding so triable in this case, controversy, or proceeding related to this case, (3) to have the United States District Court withdraw the reference in any matter subject to mandatory or discretionary withdraw, or (4) to any other rights, claims, actions, defenses, setoffs or recoupments, under agreements, in law , in equity, or otherwise, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

Dated: November 18, 2008
New York, New York

**QUINN EMANUEL URQUHART
OLIVER & HEDGES, LLP**

By: /s/ Susheel Kirpalani
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